

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

IN RE GENTA, INC.
SECURITIES LITIGATION

: Civil Action No. 04 CV 2123 (JAG)

:
: CLASS ACTION
:

**MOTION PURSUANT TO RULE 23(e) OF THE FEDERAL RULES OF CIVIL
PROCEDURE FOR PRELIMINARY APPROVAL OF SETTLEMENT**

TO: ALL PARTIES AND THEIR ATTORNEYS OF RECORD

PLEASE TAKE NOTICE that, upon the accompanying memorandum of law, the Stipulation and Agreement of Settlement (the “Stipulation”) and the exhibits thereto, and all prior proceedings had herein, Lead Plaintiffs Bal Harbor Financial LLC, William Nasser, Jr., David Smith, Brian R. Nickerson, and Ralph LeMar (the “proposed Settlement Class Representatives”), by and through their attorneys, hereby move the Court, the Honorable Joseph A. Greenaway, Jr., presiding, for an order granting preliminary approval of the proposed settlement of this putative securities class action.

WHEREFORE, the proposed Settlement Class Representatives respectfully request that the Court enter an Order substantially in the form of the proposed Preliminary Order For Notice and Hearing in Connection with Settlement Proceedings, annexed to the accompanying Stipulation and Agreement of Settlement as Exhibit A.

The proposed Settlement Class Representatives do not request oral argument. This motion has been discussed with Defendants’ Counsel and they do not oppose this motion. A Memorandum in Support follows.

If the Court would like to discuss any of the terms of the Stipulation or the scheduling of the remaining proceedings, we will be pleased to appear before the Court, in person or by

telephone, at the Court's earliest convenience. Otherwise, the parties to the Stipulation jointly respectfully request that the Court enter the proposed Preliminary Order For Notice And Hearing In Connection With Settlement Proceedings.

DATED: August 10, 2007

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